

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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**FORM 8-K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported) **December 12, 2006**

**Petroleum Development Corporation**  
(Exact Name of Registrant as Specified in Charter)

**Nevada**  
(State or Other Jurisdiction  
of Incorporation)

**0-7246**  
(Commission  
File Number)

**95-2636730**  
(IRS Employer  
Identification No.)

**103 East Main Street; Bridgeport, WV 26330**  
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: **304-842-3597**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

no change  
(Former Name or Former Address, if Changed Since Last Report)

**Item 8.01. Other Events**

On December 12, 2006, Petroleum Development Corporation and EXCO Resources, Inc. announced that they have entered into a definitive Purchase and Sale Agreement regarding a purchase of EXCO's producing properties and remaining undeveloped drilling locations in Wattenberg Field area of DJ Basin, Colorado.

The Press Release is attached in Exhibit 9.01.

## **EXHIBIT INDEX**

### **Item 9.01. Financial Statements and Exhibits.**

(c) Exhibits.

The Exhibit is filed herewith as Exhibit 99.1 and incorporated herein by reference.

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### **PETROLEUM DEVELOPMENT CORPORATION**

Date: December 14, 2006

By: /s/ Richard W. McCullough  
Richard W. McCullough  
Chief Financial Officer